

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

The University of the Arts, *et al.*,¹

Debtors.

Chapter 7

Case No. 24-12140 (BLS)

(Jointly Administered)

Re: Docket Nos. 119, 125, 148, and 163

**ORDER APPROVING (I) DESIGNATION OF LANTERN THEATER CO. AS
STALKING HORSE BIDDER, AND (II) TERMINATION PAYMENT AS
STALKING HORSE PROTECTIONS, AND AUTHORIZING TRUSTEE
TO ENTER INTO STALKING HORSE APA**

Upon the consideration of the *Certification of Counsel Regarding Stalking Horse Notice and Approval of Certain Stalking Horse Protections for Lantern Theater Co.* (the “**Certification of Counsel**”)²; and consistent with the Stalking Horse Procedures approved by this Court in the *Order Approving Certain Expense Reimbursements, Stalking Horse Procedures, and Other General Bid Procedures in Connection with the Sale of Debtors’ Real Estate and Granting Related Relief* [Docket No. 125] (the “**Bid Procedures Order**”); and this Court having found that it has jurisdiction over this matter pursuant to 28 U.S.C. § 1334; and this Court having found that this matter constitutes a core proceeding pursuant to 28 U.S.C. §§ 157(b)(2); and this Court having found that venue of these proceedings in this District is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and no other or further notice hereof being necessary or required; and the Court having found that the Trustee has articulated good and sufficient reasons in support of the relief requested in the

¹ The debtors in these cases, along with the last four digits of the federal tax identification number for each of the debtors, where applicable, are: The University of the Arts (9911); and U of Arts Finance LLC (9911).

² Capitalized terms used but not defined herein shall have the meaning ascribed to such terms in the Certification of Counsel.

Stalking Horse Notice, including without limitation, approval of the Termination Payment; and after due deliberation and good and sufficient cause appearing therefor,

IT IS HEREBY ORDERED THAT:

1 The Trustee is authorized to enter into the Asset Purchase Agreement with Lantern Theater Co. (the “**Stalking Horse APA**”).

2 The Trustee is authorized to designate Lantern Theater Co. as the Stalking Horse Bidder.

3 The Trustee has demonstrated compelling business justifications for the Termination Payment. Among other things, the Termination Payment is reasonable and appropriate in light of the size and nature of the proposed sale to the Stalking Horse Bidder and the efforts that have been and will be expended by the Stalking Horse Bidder. Without further Order of this Court, the Trustee is authorized to pay the Termination Payment to the Stalking Horse Bidder, solely to the extent that the Termination Payment becomes payable under the express terms of the Stalking Horse APA. The Termination Payment shall be payable solely from the proceeds of a closing on a Competing Transaction for the Property (as defined in the Stalking Horse APA). In the event that another bidder submits a Competing Transaction, the Stalking Horse Bidder shall be entitled to credit bid the Termination Payment in any subsequent auction.

4 Notwithstanding any applicability of Rule 6004(h) of the Bankruptcy Rules, the terms and conditions of this Order shall be immediately effective and enforceable upon entry of this Order.

5 This Court retains jurisdiction with respect to all matters, claims, rights or disputes arising from, based upon or related to this Order.

Dated: February 26th, 2025
Wilmington, Delaware


BRENDAN L. SHANNON
UNITED STATES BANKRUPTCY JUDGE